

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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| In re: |) |
| |) Chapter 11 |
| |) |
| YELLOW CORPORATION, <i>et al.</i> , ¹ |) Case No. 23-11069 (CTG) |
| |) |
| Debtors. |) (Jointly Administered) |
| |) |
| | Re: Docket Nos. 20, 173, 309 and 422 |

**CERTIFICATION OF COUNSEL REGARDING FINAL ORDER (I) AUTHORIZING
THE DEBTORS TO (A) PAY PREPETITION WAGES, SALARIES, OTHER
COMPENSATION, AND REIMBURSABLE EXPENSES AND (B) CONTINUE
EMPLOYEE BENEFITS PROGRAMS, AND (II) GRANTING RELATED RELIEF**

The undersigned hereby certifies the following:

1. On August 7, 2023, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs, and (II) Granting Related Relief* (the “Motion”) [Docket No. 20].

2. On August 9, 2023, the Court entered the *Interim Order (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs, and (II) Granting Related Relief* (the “Interim Order”) [Docket No. 173].

3. On August 21, 2023, the Court entered the *Second Interim Order (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and*

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://dm.epiq11.com/YellowCorporation>. The location of the Debtors’ principal place of business and the Debtors’ service address in these chapter 11 cases is: 11500 Outlook Street, Suite 400, Overland Park, Kansas 66211.

Reimbursable Expenses and (B) Continue Employee Benefits Programs, and (II) Granting Related Relief (the “Second Interim Order”) [Docket No. 309].

4. On September 8, 2023, the Court entered the *Third Interim Order (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs, and (II) Granting Related Relief* (the “Third Interim Order”) [Docket No. 422].

5. The deadline to object to final relief on the Motion was August 31, 2023 at 4:00 p.m. Eastern Time.

6. The Debtors circulated a proposal form of final order to the Office of the United States Trustee, counsel to the Official Committee of Unsecured Creditors, the Junior DIP Lender, the B-2 Lenders, the ABL Agent, the United States Department of the Treasury, and the UST Tranche A Agent and UST Tranche B Agent (the “Reviewing Parties”). No formal or informal comments or objections were received from third parties.

7. Attached hereto as Exhibit A is a revised proposed form of final order (the “Revised Proposed Final Order”) that has been circulated to the Reviewing Parties, which do not object to entry of the order. Attached hereto as Exhibit B is a redline of the Revised Proposed Final Order showing changes against the final order filed with the Motion.

8. Accordingly, the Debtors respectfully request entry of the Revised Proposed Final Order at the Court’s earliest convenience.

Dated: September 12, 2023
Wilmington, Delaware

/s/ Laura Davis Jones

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Proposed Co-Counsel for the Debtors and Debtors in Possession